

BAXTER INTERNATIONAL INC.

DESIGNATION OF AUTHORITY

WHEREAS, the Board of Directors of Baxter International Inc., a Delaware corporation (the "Corporation"), adopted an Ordinary Course of Business resolution on September 22, 1997 (the "Resolution"), a copy of which is attached hereto as Exhibit A; and

WHEREAS, pursuant to such Resolution, the Board of Directors of the Corporation authorized the Corporate Officers (as defined in the Resolution) to designate one or more Additional Authorized Officers (as defined in the Resolution) who shall possess the signing authority granted to the Corporate Officers in the Resolution, subject to the limitations set forth below.


NOW THEREFORE,

1. In accordance with the Resolution, the undersigned Corporate Officer hereby designates Michael C. Schiffer, Associate General Counsel, as an Additional Authorized Officer entitled to exercise the signing authority granted to Corporate Officers in the Resolution; provided, however, that such signing authority shall be limited solely to the subject matter specified below:

"all instruments necessary to perfect or transfer intellectual property rights, including patent applications, affidavits, licensing agreements and any other ancillary documents."

2. The Secretary or any Assistant Secretary is authorized and directed, upon request of any interested party, to certify as to the authority of the foregoing person to exercise the signing authority of a Corporate Officer pursuant to the Resolution and this Designation.
3. The Secretary or Assistant Secretary is authorized and directed to file this Designation in the minute book of the Corporation.

Dated: June 20, 2005


Name: Susan R. Lichtenstein
Title: Corporate Vice President and Corporate Secretary *LS*

BAXTER INTERNATIONAL INC.

Adopted September 22, 1997 Ordinary Course of Business Resolutions

RESOLVED, that for the purpose of specifying the officers of the Corporation authorized to sign documents on behalf of the Corporation in the ordinary course of business and to permit such officers to designate certain other persons who may exercise the signing authority granted by these resolutions, the following resolutions are hereby adopted and the resolutions of the Board of Directors adopted on May 13, 1987 with respect to the same subject matter are hereby repealed;

FURTHER RESOLVED, that the Chairman of the Board, the President, any Senior Vice President, any Vice President, the Secretary, the Treasurer or any Assistant Secretary (the "Corporate Officers") of the Corporation be, and each of them hereby is, authorized to sign, on behalf of the Corporation, any deeds, mortgages, bonds, contracts or other instruments which, in the ordinary course of business, are required to be signed by the Corporation, and the signing of which in such Corporate Officer's judgment, is in the best interests of the Corporation, and the Secretary or any Assistant Secretary is authorized to attest to such signature and affix the seal of the Corporation to such documents as may be desirable;

FURTHER RESOLVED, that such Corporate Officers are authorized, when acknowledging the signing and/or affixing of the corporate seal to any such document, to state to the notary public or any person taking such acknowledgment that the signing and/or affixing of the corporate seal was done by order of the Board of Directors of the Corporation;

FURTHER RESOLVED, that the authority herein granted to execute deeds, mortgages, bonds, contracts or other instruments on behalf of the Corporation shall be in addition to, and shall not be inclusive of, authority heretofore or hereafter granted by specific resolution of the Board of Directors of the Corporation;

FURTHER RESOLVED, that any Corporate Officer may designate one or more Vice Presidents or the Assistant/Associate General Counsel of a business unit or function of the Corporation (each an "Additional Authorized Officer") who shall possess the same power and authority delegated to the Corporate Officers in the foregoing resolutions; provided, however, that any such delegation shall be in writing; and

FURTHER RESOLVED, that the Secretary or any Assistant Secretary be, and hereby is, authorized and directed to file in the minute book of the Corporation any delegation of signing authority made pursuant to the preceding resolution.